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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11 Case No.
	:	
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:	09-50026 (REG)
f/k/a General Motors Corp., <i>et al.</i>	:	
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**DEBTORS' JOINDER IN GENERAL MOTORS, LLC'S OBJECTION
TO BILLY RAY KIDWELL'S MOTION TO SHOW CAUSE**

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors and debtors in possession (collectively, the "**Debtors**"), file this joinder (the "**Joinder**") in support of the objection of General Motors, LLC ("**New GM**") dated November 22, 2010 (ECF Nos. 7889, 7890, and 7891) to Billy Ray Kidwell's Motion to Show Cause Why General Motors LLC, and Its Corporate Governance, Should Not Be Held In Contempt For Intentionally Violating this Court's Orders, While Terrorizing A Disabled Combat Veteran, and His Family (the "**Kidwell Motion**") dated November 22, 2010 (ECF No. 7147), and respectfully state:

Statement

1. The Debtors do not take issue with New GM's interpretation of the "Assumed Liabilities" and "Retained Liabilities" provisions under that certain Amended and Restated Master Sale and Purchase Agreement, dated as of June 26, 2009 (as amended, the "MSPA"), by and among the Debtors and NGMCO, Inc. (the predecessor in interest to New GM), and therefore support the position of New GM as conforming to the terms of the MSPA.

2. Based on the Debtors' preliminary review, it does not appear that the Debtors have been named in the underlying action filed in the United States District Court for the Middle District of Florida styled *Kidwell v. Wagoner et al.*, Case No. 2:09-cv-00108 (CEH) (M.D. Fla. 2009). Nor does it appear that Mr. Kidwell filed a timely proof of claim in these chapter 11 cases. The Debtors reserve their rights to supplement this Joinder if new facts arise or become known that would require the Debtors to take an affirmative position on the relief requested in the Kidwell Motion.

WHEREFORE the Debtors respectfully request that the Court deny the Kidwell Motion and the relief requested therein.

Dated: New York, New York
November 22, 2010

/s/ Joseph H. Smolinsky

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